

Exhibit 107

STRANGE SUSPENSE STORIES

Presents

CAPTAIN ATOM

APPROVED
BY THE
COMICS
CODE



AUTHORITY

THE
ORIGINAL
STORIES
BACK BY
POPULAR
REQUEST

STRANGE
SUSPENSE STORIES

12¢

AUGUST

COLLECTOR'S
EDITION



CAPTAIN ATOM
FIGHTS THE
NIGHTMARE
WORLD OF
"THE LITTLE WANDERER"



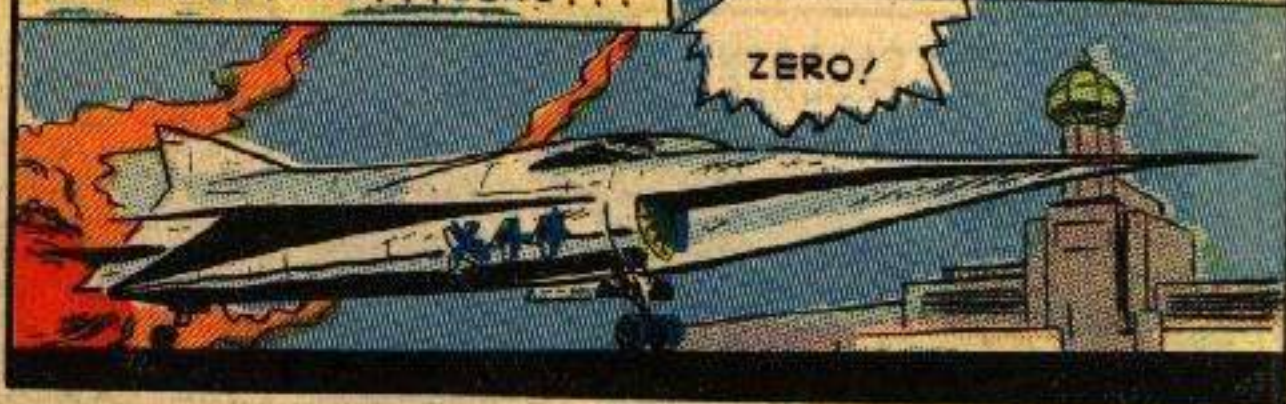
BEAUTY OR MONSTER??
CAPTAIN ATOM FACES DEFEAT IN
"VICTORY FOR VENUS"

CAPTAIN ADAM, U.S. AIR FORCE TEST PILOT, WAS AT THE CONTROLS OF THE NEWEST, FASTEST SPACE TRAVELING ROCKET-POWERED PLANE IN THE WORLD!



ACCELERATION WAS FANTASTIC... 1000 MPH IN 3 SECONDS!

THE COUNTDOWN CAME OVER THE SPEAKERS... THREE... TWO... ONE... ZERO...



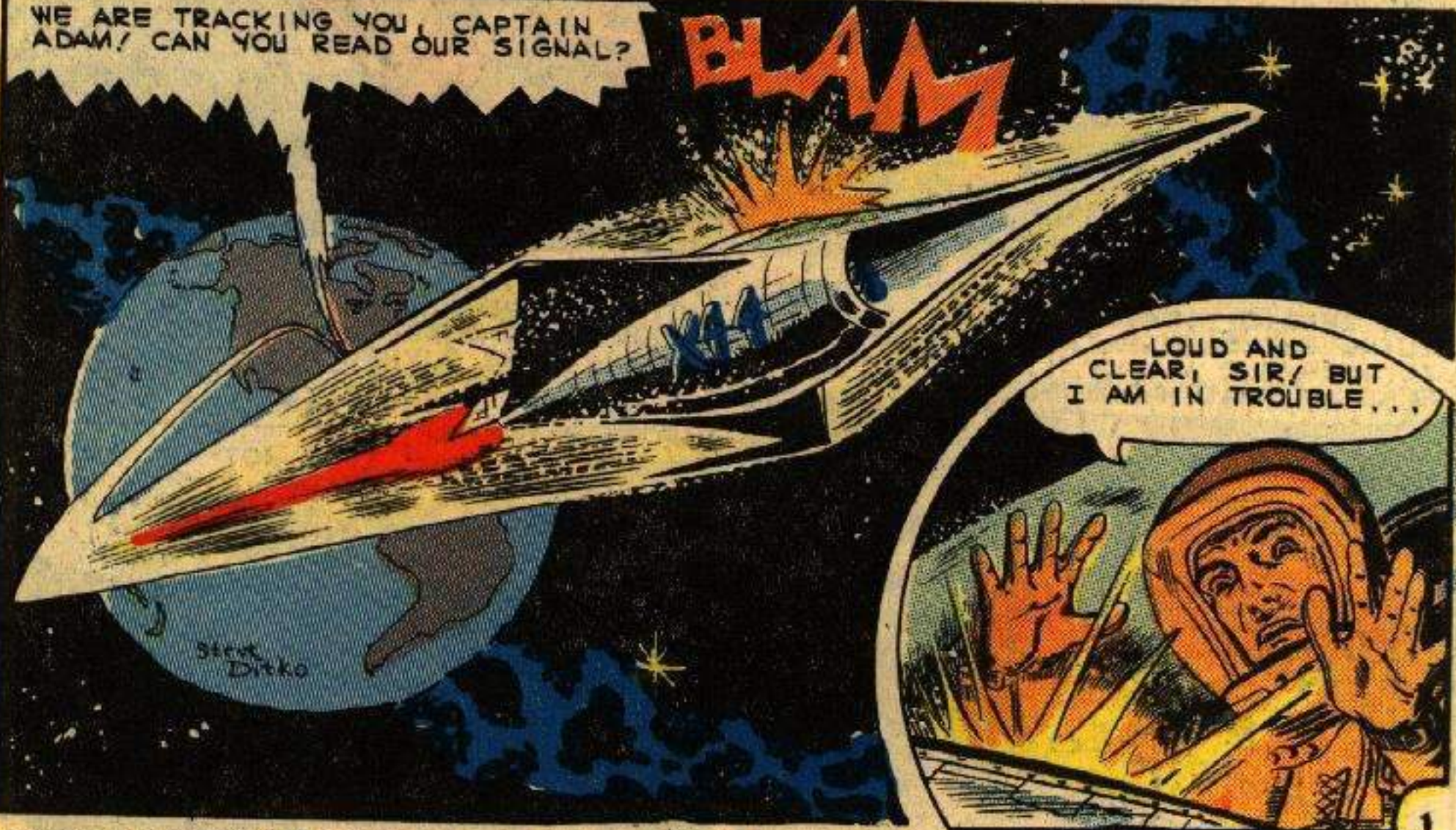
6,000 MPH IN 10 SECONDS... ALTITUDE 400 MILES IN LITTLE MORE THAN HALF A MINUTE! UP, UP, FAR OUT WHERE SPACE BEGINS... THAT'S WHERE THE SABOTEUR PLOTTED...

**CAPTAIN
ATOM**

**THE WRECK OF
X-44**

6618

WE ARE TRACKING YOU, CAPTAIN ADAM! CAN YOU READ OUR SIGNAL?



WHAT'S THAT, CAPTAIN?
WHAT KIND OF TROUBLE?



THE EXPLOSION
THAT SHATTERED
X-44 ONLY STUNNED
CAPT. ADAM, U.S.
A.F. . . BECAUSE
CAPTAIN ADAM HAD
ONCE BEEN COM-
PLETELY DESTROY-
ED IN A MORE
POSITIVE MAN-
NER! AND AT
THE INSTANT
THE EXPLO-
SION OCCURRED,
CAPT. ADAM BE-
CAME CAPTAIN
ATOM, THE INDE-
STRUCTIBLE MAN!

CAPTAIN ADAM
FROM SPACE CON-
TROL! COME IN
PLEASE! SPACE
CONTROL CALL-
ING CAPTAIN
ADAM!

AS THE EXPLOSION OC-
CURRED, I SMELLED
THE NITROGLYCERIN! IT
WAS SABOTAGE, NOT A
STRUCTURAL DEFECT!
I'M LUCKY. . . GRAVITY
IS ALMOST NULLIFIED
AT THIS ALTITUDE BY
THE SPEED WE WERE
TRAVELING!



THE DEBRIS . . . EVERY PIECE . . . IS TRAV-
ELING THE SAME PATH! I MAY BE ABLE
TO ASSEMBLE ALL OF IT . . . TO LEARN
EXACTLY WHAT HAPPENED!



THE INCREDIBLE SPACE MAN RETRIEVED
THE METAL SCRAPS . . . THE ROCKET EN-
GINE . . . THE BURNED OUT FUEL CON-
TAINER! AND HE MOLDED AND BENT
THEM BACK INTO A SEMBLANCE OF THEIR
FORMER SHAPE!

IT'S NOT AS PRETTY
AS IT WAS AT TAKE-OFF TIME . . . BUT
IT WILL DO! NOW . . . TO APPLY HEAT
TO WELD IT INTO ONE SOLID UNIT
AGAIN!



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CAPTAIN ATOM HAD USED HIS GREAT POWER TO CARRY ON THROUGH SPACE AT 100,000 MPH... TO SUBSIST WITHOUT AIR TO BREATHE OR FOOD TO EAT... AND TO HURL FIERY RAYS GREAT ENOUGH TO MELT ANY METAL KNOWN TO MAN! HE USED HALF-POWER TO DIRECT HEAT AT THE WRECKED X-44!



NOW TO RETURN TO SPACE CONTROL WITH THE WRECKAGE! I'LL GUIDE IT DOWN! IT COULDN'T GET BACK UNDER ITS OWN POWER ANYHOW... FUEL SUPPLY EXHAUSTED!

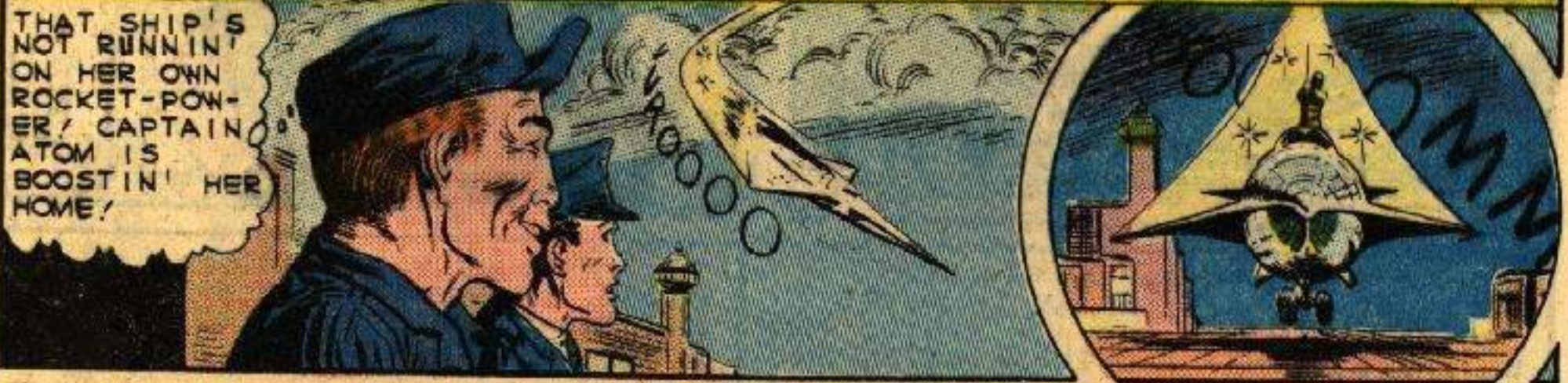


SPACE CONTROL TO CAPT. ADAM! COME IN PLEASE!

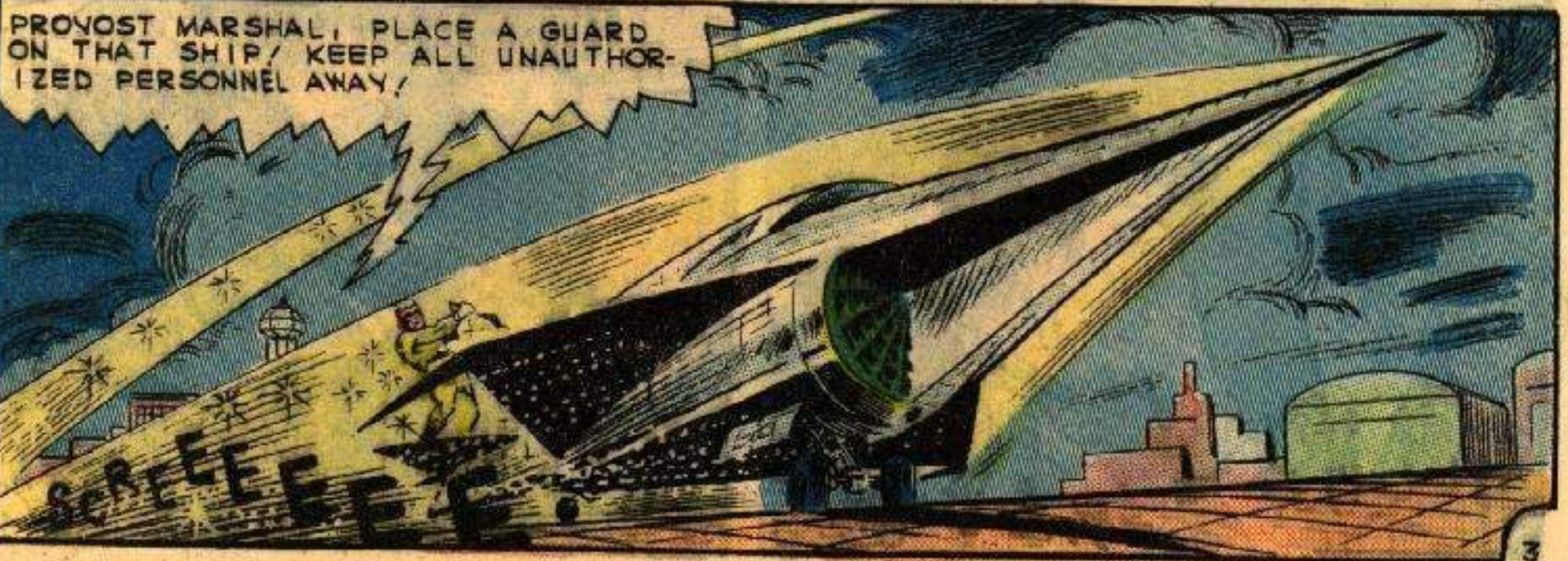


POWERFUL RADAR ON THE GROUND HAD REPORTED THE EXPLOSION AND THE DIS-INTEGRATION OF X-44! AMAZED OPERATORS "SAW" THE EXPERIMENTAL SHIP RE-SHAPE ITSELF... AND TURN TO COME BACK TO LAND!

THAT SHIP'S NOT RUNNIN' ON HER OWN ROCKET-POWER! CAPTAIN ATOM IS BOOSTIN' HER HOME!



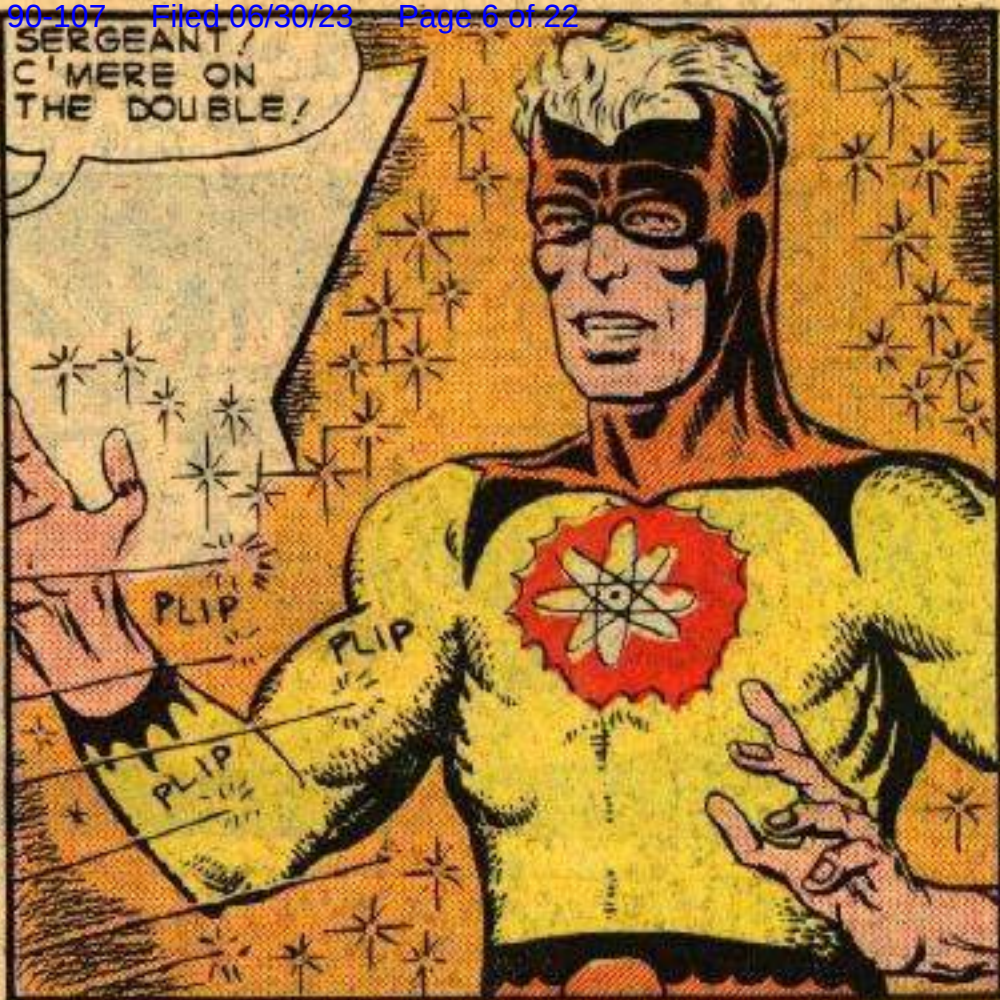
PROVOST MARSHAL, PLACE A GUARD ON THAT SHIP! KEEP ALL UNAUTHORIZED PERSONNEL AWAY!



A YOUNG AIR POLICE GUARD RUSHED OUT AS ORDERED... SAW A STRANGE, NON-AIR FORCE FIGURE NEAR THE TAIL AND OPENED FIRE!



SERGEANT!
C'MERE ON
THE DOUBLE!



TOO BAD HE
SAW ME!
HE'LL NEV-
ER GET
ANYONE TO
BELIEVE HIS
STORY!

SERGEANT, HE WAS RIGHT
THERE! I FIRED FIFTY
SLUGS RIGHT AT HIM...
NOT ONE OF THEM MISS-
ED!



CAPTAIN ATOM QUICKLY MADE THE
TRANSITION FROM SPACE BEING TO AIR
FORCE TEST PILOT... AND STROLLED
BACK TOWARD X-44!

BACK OFF, SIR!
YOU CAN'T AP-
PROACH THIS
SHIP!

I'M THE TEST PILOT,
AIRMAN! AND DON'T
FIRE THAT THING AT
ME AGAIN!



YOU WERE SABOTAGED, I
PRESUME, CAPTAIN! IF AN
ORDINARY MAN HAD BEEN
UP THERE... WHAT HAPPEN-
ED?

NITRO
PLANTED
BEHIND THE
INSTRUMENT
PANEL,
GENERAL!



THE INSTRUMENT PANEL? GERALD
MUDGE, AN ELECTRONICS SPECIALIST,
CHECKED THAT AREA! WHERE IS HE?
I SAW HIM A MOMENT AGO...



CONTINUED AFTER THE NEXT TWO PAGES

MUDGE, A HIGHLY PAID SPECIALIST IN DESTRUCTION, WASN'T LINGERING. HE RACED AWAY FROM THE BASE AT TERRIFIC SPEED!

HE LEFT THE TESTING AREA! MUDGE IS RUNNING AWAY!



IT'S THE TECHNICIAN! AND HE THINKS HE MADE A GETAWAY!



SUDDENLY, GERALD MUDGE SAW A FIERY STREAK AHEAD... SMELLED BURNING OZONE... AND CAPTAIN ATOM LANDED SQUARELY IN THE MIDDLE OF THE ROAD!

NO! IT CAN'T BE!



LATER... AFTER GERALD MUDGE HAD CONFESSED AND THE OTHERS IN HIS SPY APPARATUS HAD BEEN TAKEN!

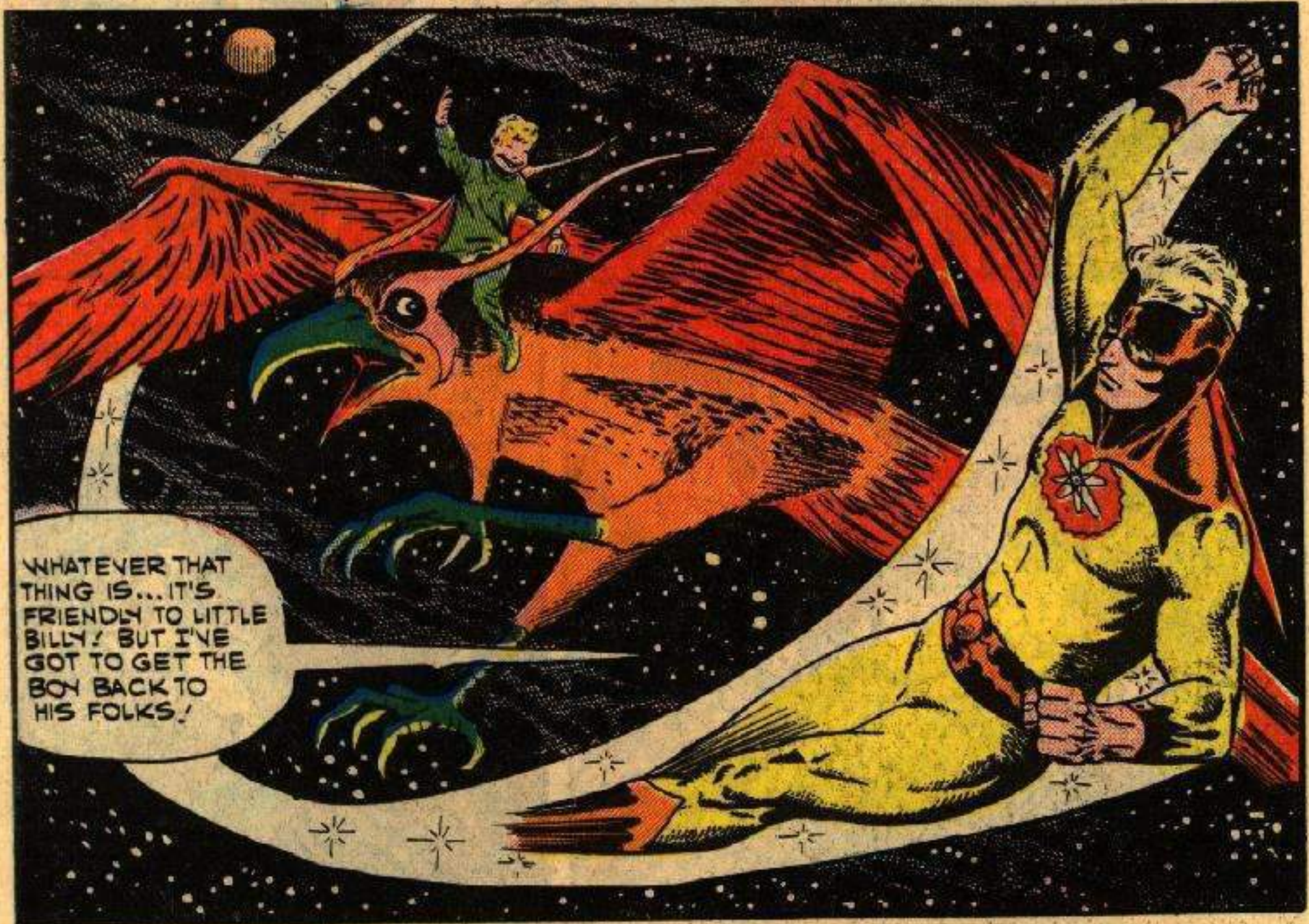
THEY'RE ALL PUZZLED, SIR, THE MECHANICS AND TECHNICIANS! CAN'T TAKE IT APART... CAN'T CUT THE METAL!

WHEN I RAYED HEAT AT IT TO REWELD IT, I GUESS I USED TOO MUCH! OH, WELL THE NEXT SHIP WILL BE BETTER, RIGHT, GENERAL?





CAPTAIN ADAMS, U.S.A.F., NUCLEAR GENIUS, CELESTIAL AUTHORITY, AN EXPERT ON THE ART OF ATOMIC WAR, HAD A PROBLEM... ONE THAT BEGAN IN SMEEDVILLE, GEORGIA, AND HAD ITS CONCLUSION IN A GALAXY BEYOND THE BORDERS OF MAN'S CELESTIAL CHARTS! OUT WHERE A SMALL BOY RODE ON THE WINGS OF A NIGHTMARISH CREATURE -- THAT COULD NOT EXIST -- AND DID!



6556

THE ENTIRE FANTASTIC EPISODE WHEN CAPT. ADAMS... WHO OFTEN CRUISED THE GALAXIES AS CAPTAIN ATOM... WENT WITH SGT. GUNNER GOSLIN TO THE SERGEANT'S HOME IN GEORGIA...

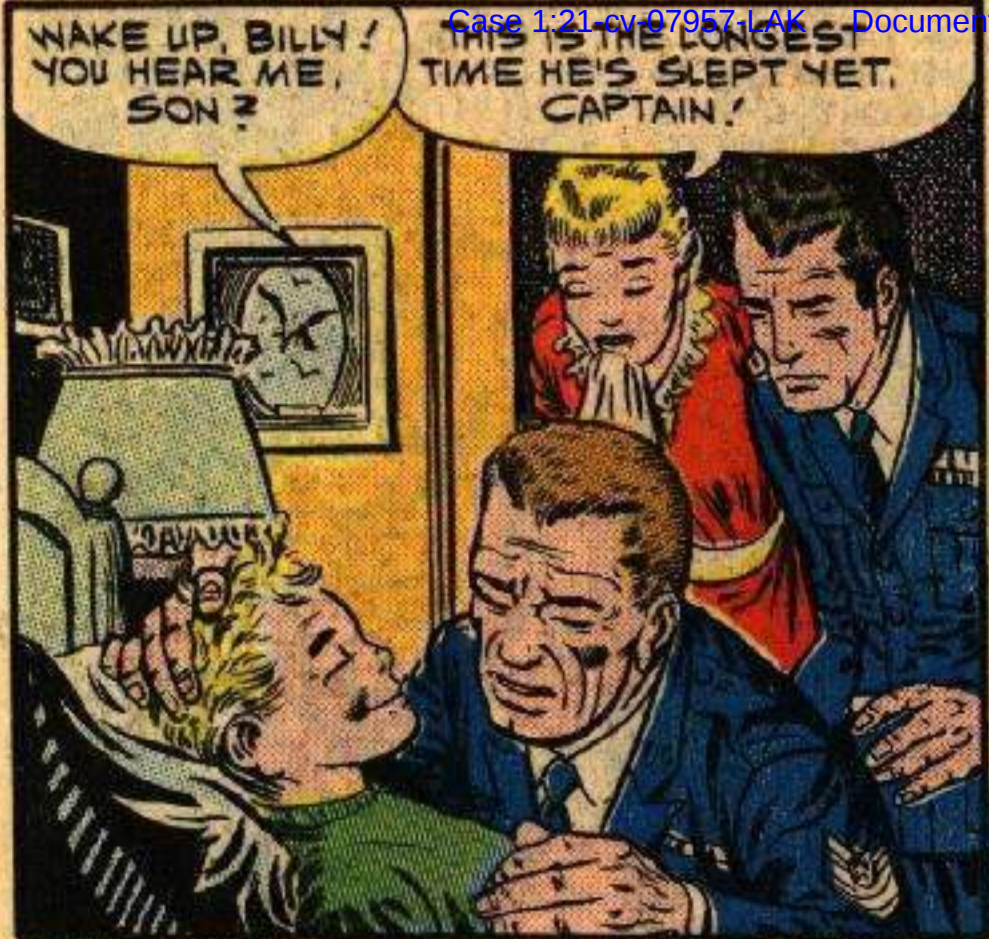
BILLY'S BEEN DREAMIN' LATELY, CAPTAIN! AND MY WIFE IS WORRIED! SAYS MY SON TELLS WEIRD STORIES WHEN HE WAKES UP! STORIES ABOUT THE STARS...

INTERESTING! THE BOY'LL PROBABLY BE A SPACE PILOT WHEN HE GROWS UP, SERGEANT!



JEFF, WE'VE GOT TO DO SOMETHING! HE'S BEEN ASLEEP FOR TWO DAYS NOW!









THE SPACE-BIRD AND HIS HUMAN PASSENGER ARROWED TOWARD THE STRICKEN CREATURE AND CAPTAIN ATOM ...

THERE'S LITTLE BILLY NOW... RIDING A SIMILAR CREATURE!



BILLY YOU'VE BEEN GONE IN THIS DREAM TOO LONG! YOUR PARENTS ARE WORRIED ABOUT YOU!

I TRIED TO TELL MOM. BUT SHE DIDN'T BELIEVE IN THIS! IT IS REAL. ISN'T IT, SIR?



YOUR FRIEND WILL RETURN YOU NOW, BILLY! I'LL TALK TO YOU AND YOUR PARENTS AS SOON AS YOU AWAKEN IN YOUR OWN ROOM! FAREWELL, LOGA, WE WILL MEET AGAIN!



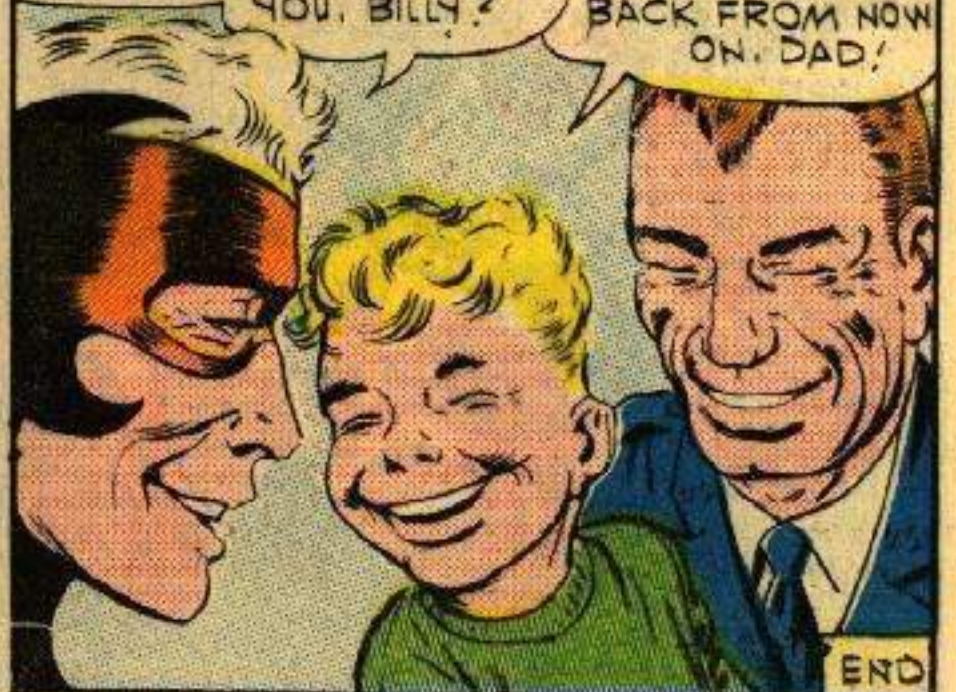
A FEW MOMENTS LATER...

TELL HIM, CAPTAIN ATOM! TELL HIM YOU SAW ME IN OUTER SPACE WITH LOGA!



HE TOLD THE TRUTH, GUNNER! BILLY HAS STRANGE FRIENDS... GOOD FRIENDS... OUT THERE! HE WON'T TAKE SUCH LONG TRIPS IN THE FUTURE, WILL YOU, BILLY?

NO, SIR, CAPTAIN ATOM! I PROMISE... JUST OUT PAST THE SUN AND BACK FROM NOW ON, DAD!



END

CAPTAIN ATOM

TEST-PILOT'S NIGHTMARE

THE SLEEK BUT BLUNT-NOSED X-49 NESTLED SNUGLY AGAINST THE BELLY OF THE MOTHER-SHIP, A MODIFIED B-52... AT TAKE-OFF, CAPTAIN ADAM, U.S.A.F. ROCKET EXPERT, ACE TEST-PILOT AND TROUBLE-SHOOTER, WOULD BE ABOARD! HIS APPEARANCE AT THE DESERT AIR BASE WAS AS PUZZLING AS HIS REASON FOR BEING THERE! FOR HE'D BEEN TALKING BY PHONE FROM CANAVERAL IN FLORIDA TO THE CHIEF DESIGNING ENGINEER ONLY MOMENTS BEFORE...

CAPTAIN ADAM, YOU'VE LIED TO ME! YOU SAID YOU CALLED FROM CAPE KENNEDY ... MORE THAN TWO THOUSAND MILES AWAY... THREE MINUTES AGO!

DR. HARGUS, THAT'S NOT IMPORTANT NOW! WHAT IS IMPORTANT IS THE OXYGEN SUPPLY PUMP YOU'VE PROVIDED IN THE EXPERIMENTAL PLANE!



IT WILL WORK! MAJOR SILBERLING, THE TEST-PILOT, ALREADY HAS FLOWN WITH THE GEAR IN AN F-105!

IT WORKED AT SPEEDS UP TO 2100 MILES PER HOUR! BUT AT 18,000 MILES PER HOUR, IT WILL FAIL! I'M GOING UP WITH YOU WHEN YOU LAUNCH!



DR. HARGUS TRIED TO PREVENT CAPT. ADAM FROM FLYING THAT MORNING -- HE CALLED A FOUR STAR GENERAL...

DOCTOR HARGUS, I'VE JUST RECEIVED INSTRUCTIONS FROM THE WHITE HOUSE! CAPTAIN ADAM WILL ACCOMPANY YOU AND YOU WILL LISTEN TO ANY SUGGESTION HE MAKES...AND ACT ON IT! YOU UNDERSTAND?



TAKE-OFF TIME, 1010...



GLAD TO HAVE YOU ALONG, CAPTAIN! I'VE HEARD A FEW WHISPERS ABOUT YOU THAT INDICATE YOU'RE A HANDY MAN IN A PINCH!

THE PINCH MAY COME SOON, MAJOR! I'VE TOLD DR. SILBERUNG THAT I'M NOT SATISFIED WITH YOUR OXYGEN SUPPLY PUMP!



WELL, IT'S THE ONLY PUMP WE'VE GOT, ADAM! AND WE'RE DUE TO LAUNCH IN SEVEN MINUTES! EXCUSE ME... I'VE GOT TO CLIMB INTO MY SCOOTER!



CONDITIONS WERE RIGHT... AT 55,000 FEET, THE X-49 WAS LAUNCHED...

START POWER, MAJOR!

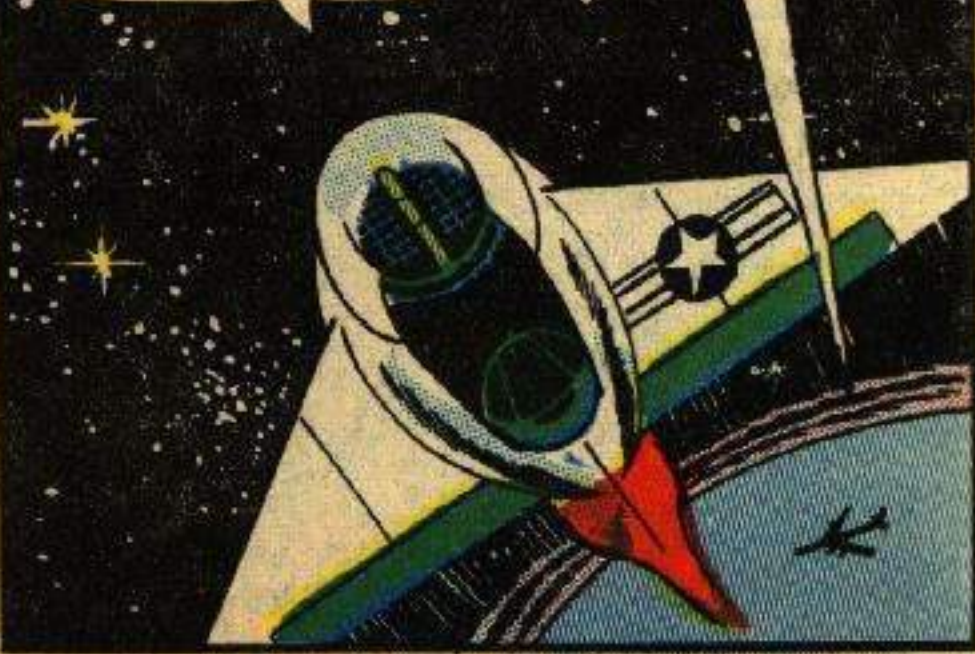


ACCELERATED TO 9,000 MPH ON FIRST ROCKET STAGE! CUTTING IN SECOND STAGE!



11,000 MPH ON SECOND STAGE! THIRD STAGE WILL BOOST ME TO 18,000 MPH...CRUISE FOR TWO HOURS AT THAT SPEED, CHECK?

THAT IS CORRECT, MAJOR! NOW, BEGIN YOUR INSTRUMENT CHECK!



DR. HARGUS, THE MAJOR IS SUFFERING FROM ANOXIA ALREADY! WARN HIM NOT TO USE HIS THIRD STAGE! REQUEST HE RETURN TO BASE!

YOU'RE A CRANK, ADAM! STOP ANNOYING ME, I'VE GOT WORK TO DO!



MEANWHILE, IN X-49...

HE FLIES THROUGH THE AIR, WITH THE GREATEST OF EASE...



* ONE OF THE SYMPTOMS OF ANOXIA, LACK OF OXYGEN, IS A EUPHORIC FEELING SIMILAR TO THAT EXPERIENCED BY ONE UNDER ALCOHOLIC INFLUENCE!

WHAT'S WRONG WITH SILBERLING? THIS IS NO TIME FOR JOKES!

HE'S DYING, THAT'S WHAT'S WRONG! DYING FOR OXYGEN!



CAPT. ADAM WENT QUICKLY...SECONDS WERE VITAL...FROM THE PRESSURIZED AREA TO A HATCHWAY! HE HAD NO PARACHUTE... BUT HE DIDN'T NEED ONE...



CAPTAIN ADAM HAD TO WORK FAST...HE QUICKLY CHANGED FROM THE AIR FORCE UNIFORMED MAN SUBJECT TO HEAT AND COLD AND GRAVITY... TO THE BEING HE'D BECOME SO LONG BEFORE AT CAPE CANAVERAL WHEN A HYDROGEN WARHEAD HAD DEMOLISHED HIM... AND, THROUGH AN UNEXPLAINED METAMORPHOSIS, HE'D BEEN ABLE TO REFORM AS MAN AGAIN... RETAINING HIS NEWLY-ACQUIRED INVULNERABILITY TO THE ELEMENTS... IN SHORT, ABLE, AT WILL, TO BECOME... **CAPTAIN ATOM**...



IT LOOKS LIKE A...NO, IT'S A ROCKET! IT *MUST* BE ONE OF OUR SUPER-HIGH-SPEED TESTING ROCKETS!



I'M OVERTAKING HIM... HIS SPEED IS 18000 MILES PER HOUR, MINE IS 23,000! HE'S GOT TO BE ALIVE!



CAPTAIN ATOM WAS IN SPACE... FEELING NO DISCOMFORT, NO OXYGEN LACK...

THE OXYGEN PUMP FAILED BECAUSE OF THE FINE OIL VAPORIZING WHEN SUBJECT TO NEGATIVE PRESSURE IN SPACE!



SHOULDA JOINED THE ARMY! HE'S GOT FLYIN' IS FOR THE BIRDS! HA, HA, HA!

HE'S GOT SECONDS TO LIVE!



I'M LUCKY I STUDIED THE DESIGN OF THE X-49. I KNOW EXACTLY WHERE THE BEARING IS LOCATED! GOT IT! IT'S DRY... BARELY TURNING!



SOME HEAVY GREASE WHICH WON'T VAPORIZE SHOULD DO IT! GOT SOME FROM THE MAIN BEARING GREASE CUP! THERE!



IN A SPLIT SECOND THE DRY BEARING WAS RUNNING FREE ONCE MORE! LIFE-GIVING OXYGEN WAS REACHING MAJOR SILBERLING, AND HE WAS ALERT AND CAPABLE...

INSTRUMENT READING AS REQUESTED, DOCTOR! ALTITUDE FOUR HUNDRED AND TEN THOUSAND FEET...



SILBERLING SAW ME... IN HIS STUPOR! BUT HE WOULDN'T RECOGNIZE ME...



LATER...

HOW WAS THE FLIGHT, MAJOR? ANY TROUBLES?



NO, EXCEPT FOR A DRY BEARING IN THE OXYGEN PUMP! IT'LL HAVE TO BE REDESIGNED! OH, YEAH, I HAD A SPACE DREAM FOR A SECOND UP THERE... THOUGHT I SAW A MAN IN A ODD OUTFIT! FUNNY HOW THE HUMAN MIND WORKS THAT FAR UP. EH, CAPTAIN?



END



THE ATLAS-THOR-ABLE XIV WAS PRE-SET TO ORBIT VENUS... MOUNTED IN THE NOSE CONE WERE COLOR CAMERAS... AT LAST, EARTH WAS TO LEARN THE REAL FACTS ABOUT THE SPHERE SO LONG GLORIFIED BY POETS AND NOVELISTS! CAPTAIN ADAM, U.S. AIR FORCE EXPERT ON ASTROPHYSICS, BALLISTIC MISSILES, ASTROGATION AND RELATED SUBJECTS WAS ONE OF THE OBSERVERS AS COUNT-DOWN WAS COMPLETED...

A VICTORY FOR VENUS



THE GENERAL WAS NOT ONE OF THOSE FEW WHO KNEW... CAPTAIN ADAM COULD NOT BE AFFECTED EVEN BY THE 10,000 C. HEAT GENERATED BY A MISSILE...



CAPTAIN, YOU WILL BE COURT-MARTIALED FOR THIS FOOLHARDY EXHIBITION! WHAT ARE YOU (COUGH, COUGH) DOING HERE ANYHOW? WHAT'S YOUR JOB?



I AM THE SPECIAL OBSERVER FOR THE **PRESIDENT**, GENERAL NICHOLAS! AND, I ASSURE YOU, SIR, I WAS SAFE FROM THE HEAT AND FUMES!

HAAARUMPH! VERY WELL, CAPTAIN! IN THAT CASE, I...



CAPTAIN! THE TELEVISION CAMERAS ARE OPERATING ALREADY!



THE MISSILE WAS FAR OUT A FEW HOURS LATER... TRAVELING AT 35,000 M.P.H., ON THE PRECISE PATH NECESSARY TO REACH VENUS...



...WITH MODERNISTIC TELEVISION CAMERAS WORKING...



INSTRUMENTS SAY IT'S NEARING VENUS, CAPTAIN! SEE THE PLANET YET?

ANY MINUTE NOW, GUNNER!



TOO BAD GUNNER WENT OUT TO CHECK THE SENTRIES! HE'S MISSING MAN'S FIRST LOOK AT VENUS!



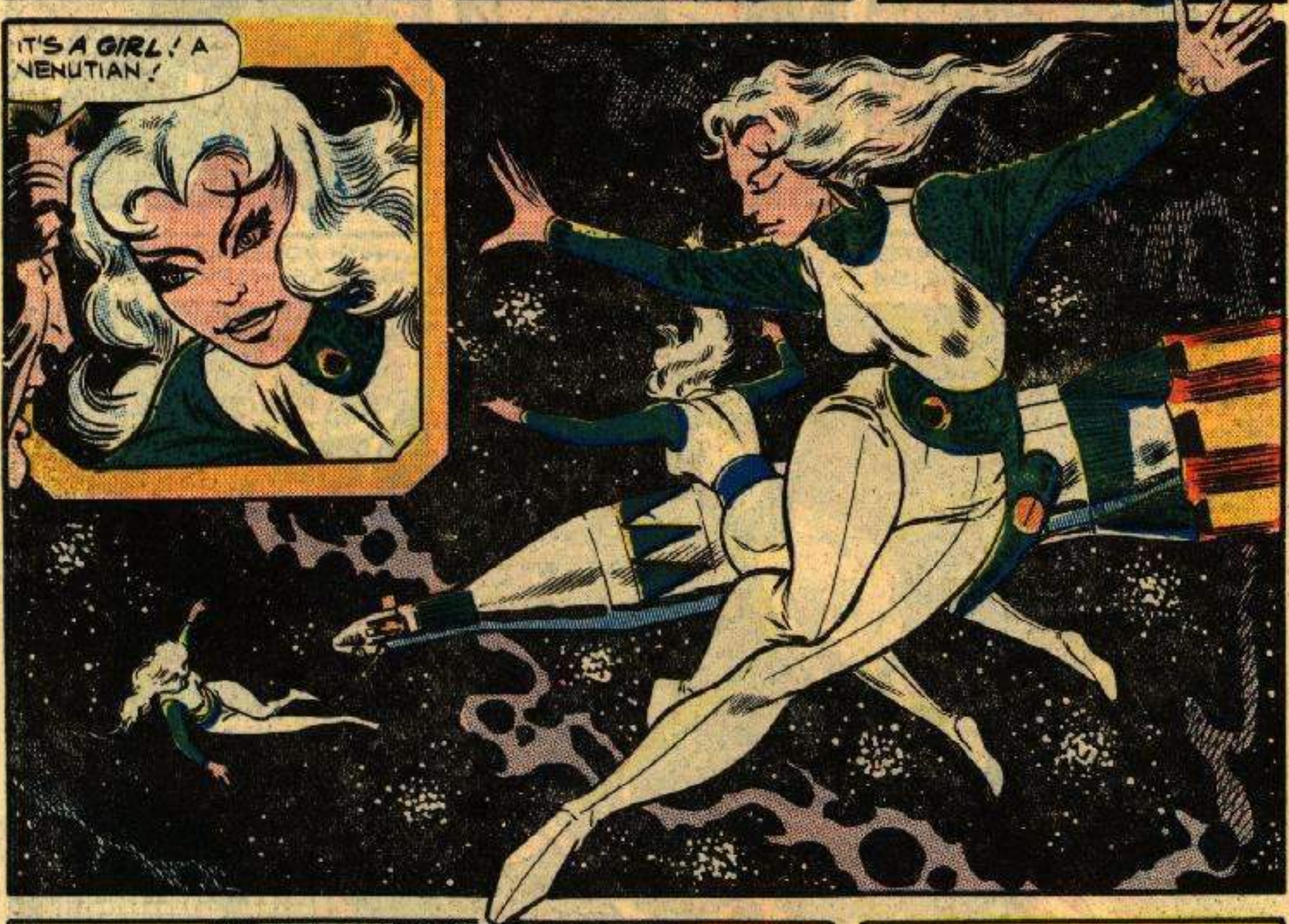
NO ONE IN THE WORLD EXCEPT ME HAS SEEN IT THIS WAY! THIS IS THE ONLY TV CIRCUIT TUNED TO THIS FREQUENCY! I ALONE IN ALL...



WHAT IN TH...?



IT'S A GIRL! A VENUTIAN!

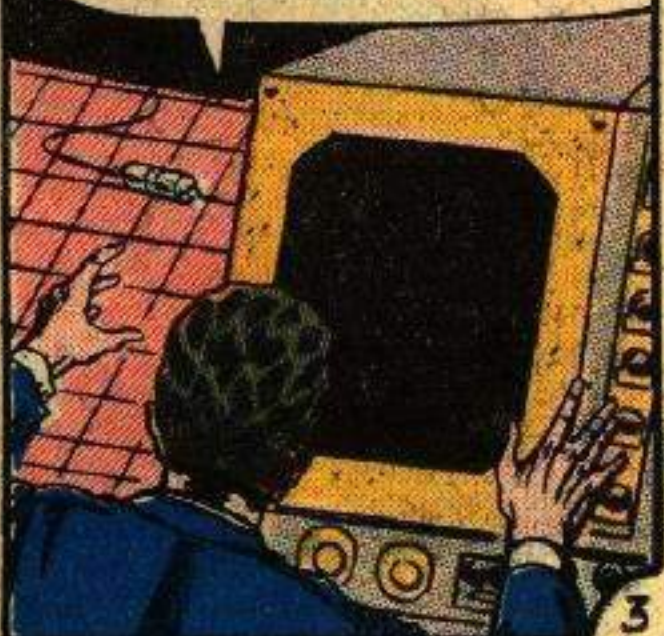


I WONDERED IF THERE MIGHT BE PRIMITIVE LIFE ON VENUS! I NEVER DREAMED THERE'D BE HIGHLY CIVILIZED, ATTRACTIVE CREATURES LIKE HER!



AND, THEN...THE SET WENT DARK...

THE PICTURE'S GONE! SOMETHING WENT WRONG!



IT WAS TIME FOR ACTION... CAPTAIN ADAM BEGAN CHANGING TO CAPTAIN ATOM. SPACE TRAVELER...

WHAT'S WRONG, CAPTAIN? YOU GOING OUT THERE?

I MUST, GUNNER! I BELIEVE OUR TV CAMERA HAS BEEN SABOTAGED!



AND YOU SHOULD'VE SEEN THE SABOTEUR!



LOVELY OR NOT, THOSE CREATURES DAMAGED OUR EQUIPMENT! IT WAS A HOSTILE ACT... AND I CAN EXPECT MORE HOSTILITY WHEN THEY SEE ME!



I'M TRAVELING AT 100,000 M.P.H.! I'D BETTER ACCELERATE OR THAT VENUTIAN MIGHT ESCAPE!



I WAS AFRAID SHE'D DISAPPEAR. I'LL NEVER SEE HER AGAIN!



YOU ARE SEEKING US, CAPTAIN ATOM?



TELEPATHIC COMMUNICATION! YOU ARE A VENUTIAN? YOU KNOW ME?

WE TOO TRAVEL IN SPACE, BRAVE EARTHLING! YOU HAVE BEEN OBSERVED PROWLING AMONG THE GALAXIES, CAPTAIN! WE NEVER INTERFERED...

YOU DAMAGED OUR TELEVISION CAP-SULE! I INTEND TO REPAIR IT...



THE MECHANISM WILL NOT BE REPAIRED, CAPTAIN ATOM! IF YOU STRUGGLE, YOU WILL NOT WIN!

I'VE GOT POWERS THAT WOULD DESTROY YOU, CREATURE OF VENUS! MOVE ASIDE!



FOR THE BRIEF SECOND LEFT IN WHICH TO DECIDE, CAPTAIN ATOM HESITATED...AND, IN THAT INSTANT, THE VENUTIAN WEAPONS CAME INTO PLAY...

WE WARNED YOU, CAPTAIN!



THEN...IT WAS OVER! CAPTAIN ATOM FLOATED INERT...DOOMED UNTIL THE VENUTIAN WOMAN-WARRIORS USED THEIR OWN METHOD TO RETURN HIM TO EARTH...

YOU WILL RETURN TO US, CAPTAIN! SOON! AND YOU WILL COME AS A FRIEND...



COME QUICK, CAPTAIN! THE TV SCREEN IS ALIVE... SOME DAME'S ON THERE... TELLIN' ME TO BRING YOU!



THIS IS FAREWELL, CAPTAIN! YOUR MECHANISM WILL BE TOTALLY DESTROYED... BUT IT SERVED THE PURPOSE OF BRINGING YOU TO US! COME ONCE MORE... ALL OF US WILL BE WAITING!



THEN, THE PICTURE WAS GONE... BUT CAPTAIN ATOM KNEW HE'D SEE THAT LOVELY FACE AGAIN... ONE DAY!

END!